

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
MARSHALL DIVISION**

SIMPLEAIR, INC.

PLAINTIFF,

v.

AWS CONVERGENCE  
TECHNOLOGIES, INC., ET AL.

DEFENDANTS.

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CIVIL ACTION NO. 2:09-CV-289-TJW

JURY TRIAL DEMANDED

**REPLY DECLARATION OF MARK BENTLEY IN SUPPORT OF DEFENDANTS'  
MOTION TO TRANSFER VENUE**

I, Mark Bentley, hereby declare:

1. I am employed as Senior Director in Human Resources at Apple Inc. ("Apple") in Cupertino, California. I have been employed by Apple since 2003. I provide this declaration in support of Apple's motion to transfer venue to supplement my March 30, 2010 declaration to respond to assertions made by Plaintiff SimpleAir, Inc. for the first time in its Opposition.

Unless otherwise indicated below, the statements in this declaration are based either upon my personal knowledge or corporate records maintained by Apple in the ordinary course of business.

2. I understand SimpleAir contends "Apple itself has offices in Austin, Dallas, and Houston. Given the importance of the accused iPhone and iPad devices to Apple's business, and the iTunes platform used to sell the accused mobile applications, it is likely that substantial sources of evidence relevant to infringement and damages are located in these facilities."

3. As part of my preparation for my March 30 declaration, I reviewed the job title and division assignment of each Apple employee resident in Texas, including those Apple employees in Austin, Dallas, and Houston. As I stated in that declaration, I do not expect that

any of Apple's Texas-resident employees are knowledgeable regarding the research, design, and development of the Apple Push Notification Service as used with Apple products (hereinafter, "products and services"). This was confirmed with Apple personnel in Cupertino, California responsible for research, design and development of the products and services.

4. I further understand SimpleAir contends "much of Apple's software licensing activity regarding the iPhone and the iTunes platform is conducted from the Austin facility."

5. Apple employs two people in the Austin area to assist in managing certain third-party licenses to Apple software and trademarks. These two employees are managed out of Cupertino, where Apple's licensing department is headquartered. Neither employee has any responsibility for licenses concerning the products and services at issue in this litigation.

6. I further understand SimpleAir contends "Apple will also have relevant evidence in Maiden, North Carolina, where one of its major data centers is located."

7. Apple is currently building a facility in Maiden, North Carolina. That facility is not operational and is not a source of any material related to the products and services at issue in this litigation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: 5/7/10

  
Mark Bentley